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CREDITORS COMMITTEE IN GC LOGISTICS, INC.**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

In re:	§ Chapter 11
	§
GULF COAST TRANSPORT, INC., <i>et al.</i> ,	§ Case No. 09-31896-SGJ -11
	§
Debtors. <sup>1</sup>	§ Jointly Administered

**RESPONSE TO DEBTORS' LIMITED RESPONSE TO APPLICATION FOR ORDER  
AUTHORIZING EMPLOYMENT OF MUNSCH HARDT KOPF & HARR, P.C. AS  
COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS IN GC  
LOGISTICS, INC. NUNC PRO TUNC TO APRIL 16, 2009**

TO THE HONORABLE STACY G.C. JERNIGAN, U. S. BANKRUPTCY JUDGE:

The Unsecured Creditors Committee in GC Logistics, Inc. (the "Committee") files its response ("Response") to the *Debtors' Limited Response to Application for Order Authorizing Employment of Munsch Hardt Kopf & Harr, P.C. as Counsel for the Official Committee of Unsecured Creditors in GC Logistics, Inc. Nunc Pro Tunc to April 16, 2009* [Docket No. 154] (the "Limited Response"), and in support thereof would respectfully show the Court as follows:

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<sup>1</sup> The Debtors are Gulf Coast Transport, Inc., Case No. 09-31896; GC Leasing Services, Inc., Case No. 09-31897; Logistics, Inc., Case No. 09-31898; and Gulf Acquisitions, Inc., Case No. 09-31899.

## I. BACKGROUND

1. On March 31, 2009 (the "Petition Date"), the Debtors filed their respective voluntary petitions for relief under chapter 11 of title 11, United States Code (the "Bankruptcy Code"), thereby commencing the above-referenced jointly administered bankruptcy cases (collectively, the "Bankruptcy Cases"). Since the Petition Date, the Debtors have continued to operate and manage their businesses as debtors-in-possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.

2. On April 16, 2009, the Office of the United States Trustee for the Northern District of Texas organized and appointed the Official Committee of Unsecured Creditors (the "Committee") in the bankruptcy case of one of the Debtors, GC Logistics, Inc. The Committee is comprised of the following members: (i) Prima Express, Inc.; (ii) Southern Refrigerated Transportation; (iii) Invesco d/b/a Roll On Transportation Co.; and (iv) Daryl Thomason Trucking, Inc. The Committee elected Brandon Frederick, a representative of Southern Refrigerated Transportation, as its Chairperson.

3. On April 29, the Committee filed its *Application for Order Authorizing Employment of Munsch Hardt Kopf & Harr, P.C. as Counsel for the Official Committee of Unsecured Creditors in GC Logistics, Inc. Nunc Pro Tunc to April 16, 2009* [Docket No. 114] (the "Application") seeking to retain Munsch Hardt Kopf & Harr, P.C. ("Munsch Hardt") as counsel for the Committee.

4. On May 19, 2009, the Debtors filed the Limited Response.

## II. RESPONSE

5. Based on the Committee's reading of the Limited Response, the Committee believes that the Debtors have no objection to the Committee's retention of Munsch Hardt. The

Committee files its Response to emphasize this belief and to comment on the Debtors' statement in the Limited Response concerning the Committee's potential fees and expenses.

6. The Debtors' comments on and words of caution against "extensive and expensive litigation tactics" and against "unnecessary fees and expenses that will deplete the estates of all the Debtors" are inappropriate. Limited Response, ¶¶ 7, 8. If the Debtors are concerned about specific fees and expenses that are incurred by the Committee, then the Debtors should express those concerns in the appropriate manner, when or if that issue becomes ripe. The Committee intends to fulfill its duties to its constituents. *See* 11 U.S.C. § 1103. The Committee's duties are limited to the unsecured creditors in the GC Logistics, Inc. bankruptcy case and do not extend to the creditors of the other Debtors.

7. As the Committee's counsel, Munsch Hardt will assist the Committee to earnestly uphold its duties to its constituents and to the Bankruptcy Court. Munsch Hardt will do so as efficiently as possible; however, Munsch Hardt will not fail to uphold its duties to the Committee or to the Bankruptcy Court merely because the Debtors believe specific conduct by the Committee "will deplete the estates of all the Debtors." Limited Response, ¶ 8.

WHEREFORE, PREMISES CONSIDERED, the Trustee respectfully requests that the Court enter an order granting the Application and granting the Trustee all such other and further relief as to which it is justly entitled.

Respectfully submitted this 22nd day of May, 2009.

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By: /s/ Kevin M. Lippman

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**CERTIFICATE OF SERVICE**

This is to certify that the undersigned caused a true and correct copy of the foregoing Response to be served via e-mail on the parties listed below, via electronic mail by the Court's ECF System, and upon the parties listed on the attached service list by First Class United States mail, postage prepaid, on the 22<sup>nd</sup> day of May, 2009.

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